

# BYLAWS FOR THE FOREST LAKE CABLE COMMISSION

## § 1. ~~Preamble~~ General.

These bylaws are for the express purposes of assisting in the administration of the Forest Lake Cable Commission and shall be subordinate to the Joint Powers Agreement in any matter of dispute.

## § 2. Definitions.

For purposes of these bylaws, the following terms, ~~phrases, words and their derivations~~ shall have the meanings given herein. ~~When not inconsistent with the context, words used in present tense include future, words in the plural number include the singular number, and words in the singular number include the plural number. The word "shall" is mandatory and "may" is permissive.~~ Words not defined shall be given their common and ordinary meaning.

- (a) "Commission" means the organization created pursuant to the Joint Powers Agreement.
- (b) "City" ~~or "Cities" or "Municipalities"~~ means any city or township.
- (c) ~~"Commissioner" or "Director"~~ means a person appointed by a member's ~~City~~ city ~~or Council~~ to be one of its representatives on the Commission. A director may also be an officer.
- (d) ~~"Member" or "Member Municipality"~~ means a ~~municipality~~ city which has entered into the ~~Joint Powers~~ is A agreement, ~~and is, at the time involved, a member in good standing.~~
- ~~(d)~~(e) "Officer" means the chair, vice chair, secretary, or treasurer of the commission.

## § 3. Officers.

The officers of the commission shall consist of a chair, vice chair, secretary, and treasurer pursuant to the Joint Powers Agreement. Each officer shall serve a two-year term. Only a director may serve as an officer. The directors shall determine who will serve as the commission's officers by a majority vote at their first meeting in a calendar year. Officers may delegate their duties to a willing director of the commission or administrator. ~~elected at the annual meeting of the commissioner in January shall serve for a term of two (2) years, be eligible for re-election for on successive two (2) year term.~~

## § 4. Meetings.

45 ~~(a)~~ Meetings. The commission shall meet at a minimum of every other month starting  
46 ~~An yearly meeting shall be held in February for the purpose of elections. The~~  
47 ~~commission shall and a meeting in September to~~ adopt a budget at their meeting held  
48 in August. ~~The chair or designee shall send~~ A appropriate material pertaining to  
49 agenda items shall be sent to each ~~commissioner~~ director at least ~~five three (35)~~  
50 calendar days prior to the meeting. ~~Business at regular meetings of the commission,~~  
51 ~~however, need not be limited to matters set forth in the agenda.~~

52  
53 ~~(b)~~ (a) No meeting of the commission shall exceed two and one-half (2 ½) hours in length  
54 unless extended by a majority vote ~~resolution passed by a majority of commissioners~~  
55 ~~present at a meeting.~~

56  
57 ~~(c)~~ ~~Special meetings of the commission may be cancelled by a majority of the commissioners or by~~  
58 ~~the chair upon agreement by a majority vote of the commissioners present.~~

59  
60 (b) Special Meetings. Special meetings of the commission may be called by (1) the chair  
61 acting alone; or (2) the secretary upon written request ~~of five (5) commissioners~~ by a  
62 majority of the directors. Appropriate material pertaining to agenda items shall be  
63 sent to each director at least three (3) calendar days prior to the meeting. ~~Notice of a~~  
64 ~~special meeting shall include the date, time, place and subject matter for that meeting~~  
65 ~~and shall be sent by the secretary of designee to the commissioners at least five (5)~~  
66 ~~days prior to the meeting.~~ Business at special meetings shall be limited to the subjects  
67 stated in the meeting notice.

68  
69 (c) Workshops. The cable commission, by a majority vote of the directors, may schedule  
70 workshops to discuss informal business.

71  
72 (d) Place of Meetings. The chair shall have the authority to designate the place of  
73 meetings and workshops.

74 ~~(e)~~ ~~The presence of four (4) directors shall constitute a quorum of the commission for the~~  
75 ~~conduct of business at any meeting of the commission. If a quorum exists at any time during the~~  
76 ~~meeting, a quorum is then determined to exist for the remainder of the meeting. In the event no~~  
77 ~~quorum is present, the chair may adjourn the meeting from time to time.~~

78  
79 ~~(d)~~ ~~All meetings of the commission or any of its committees shall be open to the public. The~~  
80 ~~chair, may subject to challenge by a majority of the commissioners present, permit or close~~  
81 ~~public discussion on any agenda item. Public participation at commission meetings relative to~~  
82 ~~specific agenda items already considered by a committee should, to the extent possible, present~~  
83 ~~new information not previously made available to the commission.~~

84  
85 (e) Voting. Each director shall have one (1) vote. Members may vote by voice or by  
86 ballot. An affirmative vote of a majority of the total number of directors, not merely a  
87 majority of those present and voting, shall be required for any action to be deemed  
88 approved, unless otherwise provided for in these Bylaws.

90 ~~(e)~~(f) **Open Meeting Law.** The commission shall post the agenda, cancel meetings, be  
91 open to the public, schedule workshops, and hold closed meetings in accordance with  
92 the Minnesota Open Meeting Law. ~~At least one (1) day before a regular meeting of~~  
93 ~~the commission, each member should display or post the agenda of that meeting at its~~  
94 ~~city hall or otherwise make it available for public inspection. In the event it is not~~  
95 ~~posted, the fact would not invalidate the meeting.~~

96  
97 ~~(f)~~(g) **Rules.** The commission may create their own rules. In the absence of a rule, ~~The~~the  
98 commission shall be governed by ~~rules contained in~~ the current edition of Robert's  
99 Rules of Order, ~~Newly Revised,~~ shall govern the commission to the extent that they  
100 are not inconsistent with these bylaws. ~~Commission rules~~Rules may be suspended by  
101 a two-thirds (2/3) vote of the ~~commissioners~~directors present. ~~The directors shall~~  
102 ~~specify how long the rules shall be suspended. A suspension of the rules shall~~  
103 ~~automatically end upon the adjournment of the meeting in which they were~~  
104 ~~suspended.~~

## 105 106 § 5. Accounting Functions.

- 107
- 108 (a) The commission shall contract with ~~one of the members~~a Minnesota city to  
109 administer the funds of the commission and; perform clerical functions for the  
110 commission such as, accounting, record keeping, maintaining of accounts, bank  
111 accounts, and ~~perform~~other administrative~~on~~ duties ~~which the commission must~~  
112 ~~specify. All funds of the commission shall be handled in this matter and the~~The  
113 commission shall not collect monies or disburse funds on its own behalf. All  
114 expenditures of the commission shall be made by and to the ~~member~~Minnesota city  
115 which contracts with the commission for fiscal management. Such ~~member~~city shall  
116 serve in this capacity for a period of two years at which time the ~~member~~city may  
117 agree to continue for another term or another ~~member~~city must assume the role on  
118 behalf of the commission.
- 119
- 120 (b) ~~Approval of Bills to be Paid.~~ If a quorum cannot be obtained or established, ~~that~~all  
121 bills ~~can still~~may be paid with ~~Executive Director~~Access Coordinator approval. The  
122 final approval for these bills is to be obtained at the next ~~FLCC~~commission meeting.  
123 This procedure is to go on a second procedural sheet added to the by-laws.

## 124 125 § 6. Commission Staff.

126

127 (a) **General.** ~~The~~All hiring, promoting, and terminating of commission employees  
128 ~~decisions for the commission~~ shall be made by ~~the~~a majority vote of the directors, ~~or~~  
129 ~~may delegate such duties when necessary.~~ The commission shall employ staff as ~~may~~  
130 ~~be necessary to carry out the functions of the commission. Employee evaluations~~  
131 ~~shall be handled by the commission on a yearly basis.~~

132

133 ~~(a)~~(b) **Administrator.** The commission shall employ an ~~commission~~administrator to  
134 provide administrative assistance, record keeping, and reporting for the commission.

135 The following duties and responsibilities for the ~~commission~~-administrator shall  
136 include, but not be limited to the following:

- 137
- 138 (1) Schedule all commission meetings;
- 139
- 140 (2) Prepare the agenda for all commission meetings;
- 141
- 142 (3) Attend all commission meetings;
- 143
- 144 (4) Prepare minutes of all commission meetings;
- 145
- 146 (5) Perform accounts receivable and accounts payable functions in cooperation  
147 with the ~~member~~ Minnesota city assigned to handle the financial functions of  
148 the commission;
- 149
- 150 (6) Prepare monthly expense and revenue reports in cooperation with the ~~member~~  
151 Minnesota city assigned to handle commission accounting functions;
- 152
- 153 ~~(7) Prepare annual budget for the commission~~
- 154
- 155 ~~(8)~~(7) Handle all administrative tasks delegated by the commission;
- 156
- 157 ~~(9)~~(8) Maintain specified office hours as determined by the commission;
- 158
- 159 ~~(10) Prepare a log of all hours worked~~
- 160
- 161 (9) Supervise any additional employees and their job responsibilities as  
162 determined by the commission; and-
- 163
- 164 ~~(11)~~(10) Maintain all commission records and documents.

165 ~~(b) The commission shall, by a majority vote of the directors, employ such other staff as~~  
166 ~~may be necessary to carry out the functions of the commission.~~

167

168

169 ~~(c) Employee reviews shall be handled by the commission and/or a designated committee of~~  
170 ~~the commission. Employees may be terminated only upon a majority vote of the directors.~~

171

172

173 **§ 7. Special Committees.**

- 174
- 175 (a) Bylaws Committee. Prior to amending the bylaws, a bylaws committee shall be  
176 created by the chair. The chair shall appoint directors to the bylaws committee. ~~There~~  
177 ~~shall be a bylaws committee made up of commissioners appointed by the chair.~~ The  
178 bylaws committee shall facilitate bylaw ~~changes~~ amendments pursuant to the  
179 procedure set forth in these bylaws and the Joint Powers Agreement.
- 180

181 (b) Subcommittees. The chair may, ~~from time to time, and~~ subject to the commission  
182 approval by a majority vote, establish subcommittees ~~of commission. with such~~  
183 ~~composition and for such purposes as chair may prescribe. Commissioners other than~~  
184 ~~those serving on the subcommittee may attend and participate fully at such~~  
185 ~~subcommittee meetings.~~ The date, time, place, and general business of any  
186 subcommittee meeting shall be given to all ~~directors~~ participants on the  
187 ~~subcommittees~~ by written or electronic notice at least ~~forty-eight~~ three (3) calendar  
188 days (48) hours prior to the subcommittee meeting. All ~~meetings of any~~  
189 subcommittee meetings shall be in accordance with the procedures prescribed in these  
190 bylaws and the Joint Powers Agreement.

191  
192 ~~(c) — The chair, may, from time to time, and subject to the commission approval, establish such~~  
193 ~~study committees and task forces composed of such commissioners and non-~~  
194 ~~commissioners as it may authorize and designate for such purposes as it may deem~~  
195 ~~necessary or useful to assist the commission in accomplishing its responsibilities, duties~~  
196 ~~and objectives. The date, time, place and general business of any task force or study~~  
197 ~~committee meeting shall be given to each member of such committee by written notice at~~  
198 ~~least forty-eight (48) hours prior to the study committee or task force meeting. Any~~  
199 ~~meeting of such committee shall be in accordance with the procedures prescribed by~~  
200 ~~these bylaws and the Joint Powers Agreement.~~

## 201 202 § 8. Official Address.

203  
204 The official address and telephone number of the Forest Lake Cable Commission shall be the  
205 office address of the ~~cable~~-administrator.

## 206 207 § 9. Amendments.

208  
209 ~~(1)~~ Amendments to these bylaws may be proposed by any ~~commissioner~~ director of the  
210 commission. ~~The bylaws may be amended in one of two ways: Prior to any amendment, a~~  
211 proposed bylaw amendment ~~may shall~~ be brought up scheduled for discussion at a regular  
212 meeting, then referred to the bylaws committee for its recommendation. Prior to voting on any  
213 amendment, the commission may schedule workshops to discuss a proposed amendment. At a  
214 regular meeting, the bylaws committee shall add the proposed amendment to the agenda, make a  
215 recommendation to the commission on the proposed bylaw amendment, and may take action on  
216 the proposed amendment. All directors shall receive the proposed bylaw amendment ten (10)  
217 calendar days prior to the scheduled vote. Each director shall have current bylaws, and then voted  
218 ~~upon at the next meeting of the commission provided that the commission shall take no action to~~  
219 ~~amend the bylaws without ten (10) days prior written notice to each commissioner; or~~

220  
221 ~~(2) — A proposed bylaw amendment may be brought by giving ten (10) days~~  
222 ~~advanced written notice prior to a scheduled meeting to all commissioners.~~  
223 ~~The proposed amendment would then be referred to the bylaws committee for~~  
224 ~~its recommendation and acted upon by the commission as a whole at the~~  
225 ~~scheduled meeting.~~  
226

227 ~~(b) In no event shall a proposed bylaw amendment be acted upon without a recommendation~~  
228 ~~from the bylaws committee. An amendment will be effective pursuant to the provisions of the~~  
229 ~~Joint Powers Agreement.~~